

3. On July 23, 2015, the Court entered its *Order Approving Debtors' Motions for Approval of Sale Motion (Dkt. No. 819), Committee Settlement (Dkt. No. 501), Government Settlement (Dkt. No. 818), and DOJ Settlement (Dkt. No. 870)* [Dkt. # 937].

4. On July 30, 2015, the Court entered its *Order Approving Motion of the Debtors Pursuant to §§ 105 and 363 of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 for an Order Approving Settlement among the Debtors, Phosphate Holdings, Inc., the Lender Parties and the Environmental Agencies* [Dkt. # 950].

5. On August 18, 2015, the Debtors filed their *Motion of Debtors, Pursuant to Bankruptcy Code Sections 105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014, for Entry of an Order (A) Approving the Liquidation Trust Asset Purchase Agreement, (B) Authorizing Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (C) Granting Related Relief* [Dkt. # 979] (the “**Sale Motion**”), together with the Liquidation Trust Asset Purchase Agreement (as amended, supplemented, or otherwise modified from time to time, including all exhibits, schedules, and appendices thereto (the “**APA**”), dated as of September 18, 2015, between Robert E. Ogle, solely in his capacity as Trustee of the Liquidation Trust and as designee of the Agent (“**Liquidation Trust**”) and the Debtors.

6. On September 4, 2015, the Debtors filed their *Notice of Filing of Schedules for the Asset Purchase Agreement (Exhibit “A” to Motion of Debtors, Pursuant to Bankruptcy Code Sections 105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014, for Entry of an Order (A) Approving the Liquidation Trust Asset Purchase Agreement, (B) Authorizing Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (C) Granting Related Relief* [Dkt. # 1003] (the “**APA Schedules**”).

7. On October 14, 2015, the Court entered its *Order Granting Motion of Debtors, Pursuant to Bankruptcy Code Sections 105(a), 363, 365, 503, and 507, and Bankruptcy Rules 2002, 3007, 6004, 6006, 9007, and 9014, for Entry of an Order (A) Approving the Liquidation Trust Asset Purchase Agreement, (B) Authorizing Sale Free and Clear of All Liens, Claims, Encumbrances, and Other Interests, and (C) Granting Related Relief* [Dkt. # 1050].

8. The Orders listed in paragraphs 3, 4, and 7 above are collectively referred to herein as the “***Sale and Transfer Orders***.”

9. On July 30, 2015, the Court entered that certain *Order Granting Motion of Mississippi Phosphates Corporation for Order Approving Entry into Settlement with the United States Department of Justice and for Authority to Enter into and Perform Pursuant to Proposed Plea Agreement* [Dkt. # 948] (the “***DOJ Settlement Order***”) in which MPC was authorized to take such actions as necessary to effectuate a certain Plea Agreement, including executing and delivering a deed conveying title to that certain 320-acre tract of property more particularly described as “West Half of Section 10, Township 8 South, Range 5 West, Jackson County, Mississippi” to the Mississippi Department of Marine Resources to become part of the Grand Bay National Estuarine Research Reserve.

10. On October 16, 2015, the Debtors closed the transactions in which they transferred and conveyed substantially all of their assets (less the 320-acre parcel) to the MPC Environmental Trust and to the MPC Liquidation Trust pursuant to the Sale and Transfer Orders.

11. Copies of the Sale and Transfer Orders, the Sale Motion, the APA, the APA Schedules, the DOJ Settlement Order, and this Notice: (a) can be found on the website of BMC Group, the claims and noticing agent appointed in the Debtors’ chapter 11 cases, at <http://www.bmcgroup.com/restructuring/sitedisclaimer.aspx>; and (b) are on file with the Court.

12. This Notice is subject to the terms and conditions of the Sale and Transfer Orders, the APA, the APA Schedules, the DOJ Settlement Order. The Debtors encourage parties-in-interest to review such documents in their entirety.

Dated: November 3, 2015.

MISSISSIPPI PHOSPHATES CORPORATION, *et al.*

By: /s/ Stephen W. Rosenblatt

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ATTORNEYS FOR THE DEBTORS

CERTIFICATE OF SERVICE

I certify that the foregoing Motion was filed electronically through the Court's ECF system and served electronically on all parties enlisted to receive service electronically.

Dated: November 3, 2015.

/s/Stephen W. Rosenblatt

STEPHEN W. ROSENBLATT

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